PT. FOUNDATION BOARD AGENDA ITEMS
Prepared by Peter Warshall

1. Board Business

a. Defining Board functions (see Exhibit A attached).
b. New Members: votes and requests
c. Issue: Expand the Board? How many?
d. Contracting and Authorization for Services: Scheduling and Assignment of authors of first draft agreements.

2. Financial: Immediate

a. Back pay and Ruth Kissane
b. Byrd bill and options
c. Protecting subscriber charity for start-up financing.

3. Financial: Near Term

a. Downsizing and savings (David Katz)
    1. Downsizing by smaller publication.
    2. Downsizing by minimal staff (see Exhibit B attached).
    3. Downsizing by minimal office space (decentralized production).
b. Start-up Decisions (David Katz)
    1. Doug Tompkins
    2. Other Scenarios for downsized and regular size start-up.
c. Funds for Four Issues and dates
    1. Possibility of an angel or angels.
    2. Possibility of more dedicated funds for enviro/religion issue, car issue, possible India issue, possible money issue.
    3. Possibility of non-dedicated funds (general operation)
    4. Possibility of endowments (e.g., Buck Fund)
    5. Possibility of more subscriber charity.
    6. Max and minimal funds expected from renewals.
    7. Other sources.
d. OPTIONAL discussion of two-year (eight issues) financing.
    1. Marin Community Fund and enviro/religio issue and default?
    2. Loan requirements and scheduling payback.

4. Scheduling (see Exhibit C attached)

a. Issue: Should we send a large format postcard to subscribers? A newsletter? When?
b. Should we hire all staff for one issue by an Authorization for Services contract and avoid complexity of Health/Employment benefits when the future is so in doubt?
c. Should we simply find a 40 by 40 hole for the first issue (six weeks) and not get involved in long-term leases?

Exhibit A:

Point Foundation Board Responsibilities
Early Working Draft

Need preamble on purpose of foundation and some fun.

Personnel

1. President of Board must sign contracts with all employees that receive health and employment benefits.
2. President of Board must sign all long-term lease, rental or purchase agreements.
3. Board has right to hire and fire any employee by majority vote.
4. Review all complaints pertaining to sex, race or other discrimination or abuse with the power to give offender ten-day notice.

The Board Itself

1. Board can expand or contract its members by a two-thirds vote.
2. Board can disband the Point Foundation or fuse it with another non-profit by a two-thirds vote.
3. Board can give away or sell Whole Earth and Coevolution trademarks by a three-quarters vote.

Other Responsibilities

1. Board members agree to meet a minimum of four times a year.
2. Board will review and handle legal issues.
3. Board will review financial situation (near, mid and long-term) every quarter. Board will review financial report of Business Management each quarter.
4. Board will approve of special projects and contractors by phone polling for contracts between $4,000 and $5,000 or less. Contracts over $5,000 require presentation by special projects contractor and majority vote.
5. Board will read Whole Earth magazine and provide Editorial Director will input and ideas.
6. Board members agree to help with fund raising for activities.

Payments

1. Board members will not receive any compensation for 1996 and 1997. In 1997, the Board will review this policy.
2. The Board may allocate to itself certain costs such as travel, food and authorized communications (mail, phone) for board business.

Exhibit B
Outline of Whole Earth Magazine
Structure and Positions (Downsized)

Prepared by Peter

Directors:	Editorial*	Art*	Business*
Staff:	Mnging Editor* Acquisitions Director*	Production	Circulation Mngr*
Others:	Copy Editor		Bookkeeper Receptionist*

Volunteers and Interns

* Staff that receives health/employment benefits under California laws if we can fund four issues.

Outside Contractors: (1) Fund Raiser(s); (2) Special project: website; (3) Special projects: books and other publications; (4) Special projects: posters and other artwork; (5) Special projects: Library; (6) Special projects: conferences, festivals, etc.